

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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:  
VERIFIED IDENTITY PASS, Inc., d/b/a CLEAR :  
REGISTERED TRAVELER, :  
:

Plaintiff, :

v. :  
:

FRED FISCHER, SAFLINK CORPORATION, :  
and FLO CORPORATION :

Defendants. :  
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No. 07 Civ. 6538 (JGK)

DECLARATION OF LUKE  
THOMAS

I, LUKE THOMAS, declare as follows:

1. I am the Executive Vice President of FLO Corporation ("FLO"). I respectfully submit this declaration in opposition to the application of Verified Identity Pass, Inc. ("Verified") for a temporary restraining order. I have personal knowledge of the matters stated herein.

2. FLO is seeking to build a "Registered Traveler" ("RT") business much as Verified is now seeking to do. Since late March 2007 FLO has employed Fred Fischer as a Senior Vice President responsible for selling and promoting RT cards and card-related travel services. Mr. Fischer first approached me to indicate an interest in working for FLO and I have worked closely with Mr. Fischer ever since he joined FLO.

3. Whereas Verified has named Saflink Corporation ("Saflink") as a co-defendant, Saflink is a minority shareholder of FLO and is not itself in the RT business. At all times relevant to Verified's action, Mr. Fischer worked for FLO and not for Saflink.

4. I have read Verified's allegations that Mr. Fischer downloaded on December 5, 2006 certain contact information allegedly confidential and proprietary to Verified. I also understand Fred Fischer to say that he printed on December 5, 2006 a 6-page list of names and contact information ("List").

5. To my knowledge Mr. Fischer has not shared the List with FLO or with anyone associated with FLO (or Saflink), nor has anyone ever asked him to do so.

6. I have also read Verified's allegations that on several occasions in 2007 Mr. Fischer sought to access the "Salesforce Database" on Salesforce.com servers. I have no knowledge of any action by Mr. Fischer to that end. Nor to my knowledge has anyone acting on FLO's (or Saflink's) behalf suggested that Mr. Fischer access Verified's "Salesforce Database" for any purpose.

7. I have also read Verified's allegations that Mr. Fischer, FLO, and Saflink provided email addresses to Kevin Mitchell of Business Travel Coalition, Inc. ("BTC") in connection with three mass mailings by BTC in July 2007 to BTC's database of travel-industry subscribers. I have no knowledge that Mr. Fischer did so. FLO and Saflink did not do so. FLO relied on Mr. Mitchell to circulate his email messages to BTC's extensive database.

In accordance with 28 U.S.C. § 1746 I declare under penalty of perjury that the foregoing is true and correct.

July 31, 2007

  
LUKE THOMAS